

Exhibit A

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION**

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|---------------------|---|------------------------|
| In re: |) | Case No. 17-17361 |
| |) | |
| RICHARD M. OSBORNE, |) | Chapter 7 |
| |) | |
| Debtor. |) | Judge ARTHUR I. HARRIS |

**ORDER AUTHORIZING THE TRUSTEE TO SELL PERSONAL PROPERTY
(LITIGATION CLAIMS) FREE AND CLEAR OF LIENS, ENCUMBRANCES AND
OTHER INTERESTS PURSUANT TO 11 U.S.C. § 363**

This matter is before the Court upon the motion (the “Motion”) [Doc. [___]] of Kari B. Coniglio (the “Trustee”), the Chapter 7 Trustee of the estate of Richard M. Osborne, Sr., (“Debtor”) dated May 1, 2020, pursuant to sections 105(a) and 363(f) of Title 11 of the United States Code (the “Bankruptcy Code”) and Rules 2002 and 6004 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), seeking entry of an Order authorizing and approving the

Trustee's sale of the Litigation Claims¹ to the Debtor, pursuant to Bankruptcy Code sections 363(b) and (f) and the terms stated in the Motion, free and clear of all liens and interests. No party in interest filed an objection or otherwise responded to the Motion and the relief requested therein.

The Court has jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334. Consideration of the Motion and the relief requested therein is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409. Due and proper notice of the Motion has been provided to (i) the Office of the United States Trustee for the Northern District of Ohio; (ii) the Debtor; (iii) all individuals, entities, or counsel therefor, known to have asserted any lien, claim, encumbrance, right of refusal, or other interest in or upon the Litigation Claims; (iv) the Internal Revenue Service; and (v) all parties who have requested notice pursuant to Bankruptcy Rule 2002 as of the date of the entry of the Motion; and no other or further notice need be provided;

The Court has considered the Motion; and,

The Court has found and determined that (i) sound business reasons exist for the Trustee's sale of the Litigation Claims in exchange for the Purchase Price; (ii) the Sale constitutes the exercise by the Trustee of sound business judgment and such acts are in the best interests of the bankruptcy estate; (iii) the Trustee has sufficient business judgment reasons justifying the Sale pursuant to sections 105 and 363 of the Bankruptcy Code; (iv) the relief sought in the Motion is in the best interests of the Debtor, his estate and creditors, and all parties in interest; and (v) the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; accordingly,

¹ Capitalized terms not otherwise defined herein shall have the meanings given to them in the Motion.

IT IS HEREBY ORDERED, ADJUDGED AND DECREED THAT:

1. The Motion is GRANTED.

2. In exchange for receiving \$40,000 in cash, the Trustee may sell to the Debtor

(a) Any and all claims or causes of action that the Estate may have related to any action taken by Zachary B. Burkons, in his capacity as the receiver appointed by the Cuyahoga County Court of Common Pleas in that certain action styled as *Richard M. Osborne, et al. v. Parkview Federal Savings Bank, n.k.a. First National Bank of Pennsylvania, et al.*, Case No. CV-14-822810, including, without limitation, any claims that may exist pursuant to 42 U.S.C. § 1983;

(b) Any and all rights or interests that the Estate may have related to certain appeals filed in the Court of Appeals, Eighth District (Cuyahoga County), Case Nos. CA-17-106371, CA-17-106614 and CA-18-107975, each styled as *Richard M. Osborne, et al. v. Parkview Federal Savings Bank, et al.*;

(c) Any and all claims or causes of action that the Estate may have against Josh Leonardi ("Leonardi") that arise out of any agreement between the Debtor and Leonardi to purchase the real property located at 7325 Reynolds Road, Mentor, Ohio and/or Leonardi's occupancy of the real property located at 7325 Reynolds Road, Mentor, Ohio; and

(d) Any and all claims or causes of action that the Estate may have against the Estate of John R. Masco arising from the assignment of that certain mortgage filed for record with the Geauga County, Ohio Recorder's Office on March 16, 2005 as Instrument No. 200500714047 to First National Bank of Pennsylvania pursuant to that certain assignment recorded with the Geauga County, Ohio Recorder's Office on January 8, 2018 as Instrument No. 201800937.

3. The Trustee is authorized to sell the Litigation Claims to the Debtor in accordance with the Motion pursuant to 11 U.S.C. § 363(b) and (f).

4. The Trustee is authorized and directed to execute and deliver, and empowered to perform under, consummate and implement, the Sale, together with all instruments and documents that may be reasonably necessary or desirable to implement the Sale, and to take all further action as may be reasonably requested by the Debtor for the purpose of assigning, transferring, granting, conveying and conferring to the Debtor the Litigation Claims, or as may be necessary or appropriate to the performance of the obligations as contemplated by the Motion and this Order.

(e) Pursuant to sections 105(a) and 363(f) of the Bankruptcy Code, the Litigation Claims shall be transferred to the Debtor by the virtue of this Order, and shall be free and clear of all interests of any kind or nature whatsoever with all such interests of any kind or nature whatsoever to attach to the sale proceeds in the order of their priority, and with the same validity, force and effect which they now have as against the Litigation Claims, subject to any claims and defenses the Trustee may possess with respect thereto.

(f) This Court retains exclusive jurisdiction with regard to all matters, claims, rights, issues or disputes arising from or related to the implementation of this Order and the relief provided for herein.

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Submitted by:

/s/ Kari B. Coniglio

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